

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606
(312) 407-0700
John Wm. Butler, Jr. (JB 4711)
John K. Lyons (JL 4951)
Ron E. Meisler (RM 3026)

- and -

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP
Four Times Square
New York, New York, 10036
(212) 735-3000
Kayalyn A. Marafioti (KM 9632)
Thomas J. Matz (TM 5986)

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Delphi Legal Information Hotline:
Toll Free: (800) 718-5305
International: (248) 813-2698

Delphi Legal Information Website:
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
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DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER COMPROMISING AND
ALLOWING PROOF OF CLAIM NUMBER 10390
(CONTRARIAN FUNDS, LLC AND ARAMARK UNIFORM & CAREER APPAREL INC.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), Contrarian Funds, LLC ("Contrarian"), and ARAMARK Uniform & Career Apparel Inc. dba ARAMARK Uniform Services and ARAMARK c/o Star Source Management Services ("Aramark") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 10390 (Contrarian Funds, LLC And Aramark Uniform & Career Apparel Inc.) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, (the "Petition Date"), Delphi Corporation, together with certain of its U.S. affiliates, including DAS LLC (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York (the "Delphi Bankruptcy Court").

WHEREAS, on July 24, 2006, Contrarian, as assignee of Aramark, filed proof of claim number 10390 ("Proof of Claim No. 10390") against DAS LLC, asserting an unsecured non-priority claim in the amount of \$367,359.35 ("Claim 10390") arising from the sale of services and goods.

WHEREAS, on December 21, 2007, the Debtors objected to Proof of Claim No. 10390 pursuant to the Debtors' Twenty-Fourth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To (A) Duplicate Or Amended Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification, Modified Claims Asserting Reclamation, And Claim Subject To Modification That Is Subject To Prior Order (Docket No.11588) (the "Twenty-Fourth Omnibus Claims Objection").

WHEREAS, on January 6, 2008, Aramark filed its Response to Debtor's Twenty-Fourth Omnibus Claims Objection (Docket No. 12166) and on January 18, 2008, Contrarian filed its Response Of Contrarian Funds, LLC To Debtors' Twenty-Fourth Omnibus Claims Objection (Docket No.12259) (collectively the "Response").

WHEREAS, on May 31, 2008, to resolve the Twenty-Fourth Omnibus Claims Objection and the Response with respect to the Claim, DAS LLC, Contrarian, and Aramark entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, DAS LLC acknowledges and agrees that Claim 10390 shall be allowed against DAS LLC in the amount of \$332,359.35.

WHEREAS, nothing in this Joint Stipulation, including without limitation the recital paragraphs hereof, shall be deemed to conclusively determine that the transfer of the Claim constitutes a sale to Contrarian or constitutes an assignment to Contrarian. Notwithstanding anything in this Joint Stipulation to the contrary including, without limitation, the recital paragraphs hereof, Contrarian expressly reserves the right to characterize any transfer of the Claim as a sale to Contrarian or to characterize the transfer of the Claim as an assignment to Contrarian and the Debtors expressly reserve the right to contest the same.

WHEREAS, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors, Contrarian, and Aramark stipulate and agree as

follows:

1. Claim 10390 shall be allowed in the amount of \$332,359.35 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. The Twenty-Fourth Omnibus Claims Objection and the Response, with respect to Claim 10390, are deemed resolved by the terms of the Settlement Agreement.

So Ordered in New York, New York, this 12th day of June, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
333 West Wacker Drive, Suite 2100
Chicago, Illinois 60606-1285
(312) 407-0700

/s/ David S. Rosner

David S. Rosner
Adam L. Shiff
Jeffrey R. Gleit
Daniel A. Fliman
KASOWITZ, BENSON, TORRES &
FRIEDMAN LLP
1633 Broadway
New York, New York 10019
(212) 506-1700

Attorneys for Contrarian Funds, LLC

/s/ Sheila R. Schwager

- and -

Kayalyn A. Marafioti
Thomas J. Matz
Four Times Square
New York, New York 10036
(212) 735-3000

Attorneys for Delphi Corporation, et al.,
Debtors and Debtors-in-Possession

Sheila R. Schwager, Esq.
HAWLEY TROXELL ENNIS &
HAWLEY, LLP
877 Main Street, Suite 1000
Boise, Idaho 83701
208-344-6000

Attorneys for ARAMARK Uniform & Career
Apparel Inc. dba ARAMARK Uniform Services
and ARAMARK c/o Star Source Management
Services